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**COUNSEL FOR HENRY W. BAILEY, JR. AND CAROLE BAILEY, ET AL
AND JANET L. INNIS ET AL AND ROXANNE CHERRY, ET AL AND TOBY DESCH**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

| | | |
|---------------------------------|---|-------------------------------------|
| IN RE: | § | Chapter 11 |
| | § | |
| SUPERIOR AIR PARTS, INC. | § | Case No. 08-36705-BJH-11 |
| | § | Hearing Date: March 17, 2009 |
| Debtor | § | Time: 1:15 p.m. |

**AFFIDAVIT OF BRADLEY J. STOLL IN SUPPORT OF
MOTION FOR RELIEF FROM THE AUTOMATIC STAY**

STATE OF PENNSYLVANIA)
)
COUNTY OF PHILADELPHIA)

1. My name is Bradley J. Stoll. I am over twenty-one (21) years of age. I have never been convicted of a felony or a crime of moral turpitude. I am fully competent to make this Affidavit. I have personal knowledge of the facts set forth in this Affidavit.
2. I am an attorney at The Wolk Law Firm located at 1710-12 Locust St., Philadelphia, PA 19103. The Wolk Law Firm represents the Movants, Henry W. Bailey, Jr. and Carole Bailey, et al and Janet L. Innis et al (the "Bailey/Innis Plaintiffs" as further described below) in the various lawsuits on file which are the subject of the Motion for Relief from the Automatic Stay (the "Motion"). The Wolk Law Firm also represents Movants, Roxanne Cherry, et al and Toby Desch (the "Cherry/Desch Plaintiffs" as defined below) and are also the subject of the Motion.

3. Movants each have various causes of action. The first group of Plaintiffs, Henry W. Bailey, Jr. and Carole Bailey, Individually and In Their Own Right, and Henry W. Bailey, Jr., as Administrator of the Estate of Matthew J. Bailey, Deceased and Janet L. Innis, Individually and In Her Own Right, and Janet L. Innis, as Administratrix of the Estate of Thomas Innis, Deceased (the "Bailey/Innis Plaintiffs"), filed a lawsuit in the Court of Common Pleas, Montgomery County, Pennsylvania and the case is styled as follows: Cause No. 99-21769, *Henry W. Bailey, Jr. and Carole Bailey, Individually and In Their Own Right, and Henry W. Bailey, Jr., as Administrator of the Estate of Matthew J. Bailey, Deceased and Janet L. Innis, Individually and In Her Own Right, and Janet L. Innis, as Administratrix of the Estate of Thomas Innis, Deceased v. Fare Share Limited d/b/a Limerick Flight Center and George Himmelreich and Charles B. Kemner and Superior Air Parts, Inc. and Dana Corporation and Perfect Circle Division Engine Systems Group and Hastings Machining and Hastings Manufacturing Company* ("Bailey/Innis Lawsuit"). A true and correct copy of the Complaint is attached as Exhibit "A". The Bailey/Innis Lawsuit arises from the December 21, 1997 crash of a Cessna 152 aircraft in Spring City, PA that killed Thomas Innis and Matthew Bailey. This product liability and negligence action was filed in the Pennsylvania Court of Common Pleas for Montgomery County in 1999 against several defendants including Superior Air Parts (the "Debtor"), Dana Corp., Hastings Manufacturing, Perfect Circle, and Fareshare. The claims against the Debtor concern negligence and defects with respect to the design and continuing airworthiness of pistons it manufactured and were installed in the aircraft. There is a parallel declaratory judgment action pending wherein one defendant's insurer is disclaiming coverage under an airport liability policy. The parties are awaiting the outcome of the declaratory judgment action before this matter can be set for trial.

4. The second group of Plaintiffs, Roxanne Cherry, Administrator of the Estate of Christopher Desch, Deceased and Toby Desch (the "Cherry/Desch Plaintiffs"), filed two different lawsuits. The first lawsuit is pending in the Circuit Court of the City of Richmond, Virginia and is styled as follows: Case No. CL08004429-00, *Roxanne Cherry, Administrator of the Estate of Christopher Desch, Deceased v. Lycoming Engines, A Division of Avco Corporation f/d/a Textron Lycoming Reciprocating Engine Division and Avco Corporation and Textron, Inc. and Teledyne Continental Motors, Inc. and Dominion Aviation Services, Inc. and Superior Air Parts, Inc.* A true and correct copy of the Complaint is attached as Exhibit "B". The second lawsuit was filed in the Court of Common Pleas of Philadelphia County, Pennsylvania and was removed to the United States District Court for the Eastern District of Pennsylvania and is styled as follows: Cause No. 01765 (December Term, 2008), *Roxanne Cherry, Administrator of the Estate of Christopher Desch, Deceased and Toby Desch v. Lycoming Engines, A Division of Avco Corporation f/d/a Textron Lycoming Reciprocating Engine Division and Avco Corporation and Textron, Inc. and The Manufacturer of Magneto Clamp Lycoming Part No. 66M19385 and Interface Solutions, Inc. and Superior Air Parts* (collectively these two lawsuits are referred to herein as the "Cherry/Desch Lawsuits"). A true and correct copy of the Complaint is attached as Exhibit "C".

5. The Cherry/Desch Lawsuits arise from the December 10, 2006 crash of a Piper PA-32R-300 aircraft that killed prominent oncologist Christopher Desch, M.D. Dr. Desch is survived by his wife Roxeanne Cherry and their son Toby Desch. The Desches originally filed their lawsuit in Richmond County, VA on September 22, 2008 against several defendants including the Debtor, Teledyne Continental Motors, Lycoming Engines, and Dominion Aviation Services. At the time the Cherry/Desch Plaintiffs received the Debtor's suggestion of

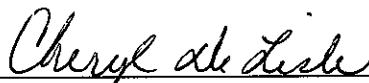
bankruptcy, the parties had begun discovery and a motion to transfer venue had been filed by Dominion Aviation. The Cherry/Desch Plaintiffs filed a second lawsuit in the Pennsylvania Court of Common Pleas of Philadelphia County on December 9, 2008 against several defendants including the Debtor, Lycoming Engines, Interface Solutions, and the manufacturer of a certain gasket whose identity had been concealed from the plaintiffs. At the time the Cherry/Desch Plaintiffs received the Suggestion of Bankruptcy, a motion to remand was pending before the court.

Further, Affiant sayeth not.

Dated this 9th day of March 2009.


Bradley J. Stoll

SUBSCRIBED AND SWORN TO BEFORE ME this 9th day of March 2009.


Notary Public in and for the
State of Pennsylvania

My Commission Expires:

